

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,  
et al.,

Debtors.<sup>1</sup>

PROMESA  
Title III

No. 17 BK 3283-LTS  
(Jointly Administered)

**STIPULATION AND [PROPOSED] ORDER BINDING THE ERS BONDHOLDERS TO  
THE CONFIDENTIALITY AGREEMENT AND ORDER IN CONNECTION WITH (A)  
AMBAC ASSURANCE CORPORATION’S MOTION FOR ENTRY OF ORDER  
AUTHORIZING DISCOVERY UNDER BANKRUPTCY RULE 2004 CONCERNING  
COMMONWEALTH ASSETS [ECF NO. 9022] AND (B) AMBAC ASSURANCE  
CORPORATION’S MOTION FOR ENTRY OF ORDER AUTHORIZING DISCOVERY  
UNDER BANKRUPTCY RULE 2004 CONCERNING COMMONWEALTH CASH  
RESTRICTION ANALYSIS [ECF NO. 9023]**

WHEREAS, the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as representative of the Commonwealth of Puerto Rico (the “Commonwealth”) pursuant to section 315(b) of PROMESA, and the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”) (collectively, “Respondents”) possess confidential, proprietary, and commercially sensitive information that Respondents have agreed to disclose to

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III Case numbers are listed as bankruptcy case numbers due to software limitations).

the ERS Bondholders.<sup>2</sup>

WHEREAS, to facilitate the disclosure of information to the ERS Bondholders while protecting such confidential information from improper disclosure and use, Respondents and the ERS Bondholders through their respective undersigned counsel, have agreed that the *Confidentiality Agreement and Order in Connection with (A) Ambac Assurance Corporation's Motion for Entry of Order Authorizing Discovery Under Bankruptcy Rule 2004 Concerning Commonwealth Assets [ECF No. 9022] and (B) Ambac Assurance Corporation's Motion for Entry of Order Authorizing Discovery Under Bankruptcy Rule 2004 Concerning Commonwealth Cash Restriction Analysis [ECF No. 9023]* (ECF No. 12920) ("Protective Order"), attached hereto as Exhibit 1, shall apply to Respondents' production of materials to the ERS Bondholders, including to all "Material," as defined in paragraph 1 of the Protective Order.

WHEREAS, Respondents and the ERS Bondholders have established good cause for entry of this stipulation to the Protective Order (the "Stipulated Order").

NOW, THEREFORE, IT IS HEREBY ORDERED as follows:

1. For purposes of the Stipulated Order, "Parties" or "Party" as defined in the Protective Order shall include the ERS Bondholders.
2. For the avoidance of doubt, nothing herein shall be deemed to waive or modify the Protective Order, except that this Stipulated Order is applicable to, and shall govern, all Material produced and disclosed to the ERS Bondholders.
3. This Court shall retain full and exclusive jurisdiction during the pendency of this case and thereafter to enforce this Stipulated Order and to grant relief for any violation

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<sup>2</sup> The term "ERS Bondholders" shall have the meaning ascribed in the *Joinder of ERS Bondholders in Ambac Assurance Corporation's Motion for Rule 2004 Discovery Concerning Commonwealth Assets [ECF 9022] and Commonwealth Cash Restriction Analysis [ECF 9023]* [ECF 13414].

thereof. Respondents, the ERS Bondholders, and all signatories of Exhibit A to the Protective Order explicitly consent to the jurisdiction of this Court for the purpose of enforcement of this Stipulated Order. The Stipulated Order may be modified or terminated only by written stipulation of the parties or by order of the Court.

SO STIPULATED:

Dated: June 26, 2020

By: /s/ Alfredo Fernández-Martínez

Alfredo Fernández-Martínez  
DELGADO & FERNÁNDEZ, LLC  
PO Box 11750  
Fernández Juncos Station  
San Juan, PR 00910-1750  
Tel: (787) 274-1414  
Fax: (787) 764-8241  
afernandez@delgadofernandez.com  
USDC-PR 210511

Sarah Podmaniczky McGonigle (*pro hac vice*)

David R. Fox (*pro hac vice*)  
JONES DAY  
100 High Street, 21st Floor  
Boston, MA 02110  
Tel: (617) 449-6943  
Fax: (617) 449-6999  
smcgonigle@jonesday.com  
drfox@jonesday.com

By: /s/ Geoffrey S. Stewart

Bruce Bennett (*pro hac vice*)  
JONES DAY  
555 South Flower Street, 50<sup>th</sup> Floor  
Los Angeles, CA 90071  
Tel: (213) 489-3939  
Fax: (213) 243-2539  
bbennett@jonesday.com

Benjamin Rosenblum (*pro hac vice*)

JONES DAY  
250 Vesey Street  
New York, NY 10281  
Tel: (212) 326-3939  
Fax: (212) 755-7306  
brosenblum@jonesday.com

Geoffrey S. Stewart (*pro hac vice*)

Matthew E. Papez (*pro hac vice*)  
Sparkle L. Sooknanan (*pro hac vice*)  
JONES DAY  
51 Louisiana Avenue, NW  
Washington, DC 20001  
Tel: (202) 879-3435  
Fax: (202) 626-1700  
gstewart@jonesday.com  
mpapez@jonesday.com  
ssooknanan@jonesday.com

*Counsel for Altair Global Credit Opportunities Fund (A), LLC, Andalusian Global Designated Activity Company, Crown Managed Accounts for and on behalf of Crown/PW SP, Glendon Opportunities Fund, L.P., LMA SPC for and on behalf of Map 98 Segregated Portfolio, Mason Capital Master Fund LP, Oaktree-Forrest Multi-Strategy, LLC (Series B), Oaktree Opportunities Fund IX, L.P., Oaktree Opportunities Fund IX (Parallel), L.P., Oaktree Opportunities Fund IX (Parallel 2), L.P., Oaktree Huntington Investment Fund II, L.P., Oaktree Opportunities Fund X, L.P., Oaktree Opportunities Fund X (Parallel), L.P., Oaktree Opportunities Fund X (Parallel 2), L.P., Oaktree Value Opportunities Fund Holdings, L.P., Oceana Master Fund Ltd., Ocher Rose, L.L.C., Pentwater Merger Arbitrage Master Fund Ltd., PWCM Master Fund Ltd., Redwood Master Fund, Ltd, and SV Credit, L.P.*

**O'NEILL & BORGES LLC**

By: /s/ Hermann D. Bauer

Hermann D. Bauer

USDC No. 215205

250 Muñoz Rivera Ave., Suite 800

San Juan, PR 00918-1813

Tel: (787) 764-8181

Fax: (787) 753-8944

hermann.bauer@oneillborges.com

*Attorneys for the Financial Oversight and  
Management Board for Puerto Rico, as  
representative of the Commonwealth of Puerto  
Rico*

**PROSKAUER ROSE LLP**

By: /s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)

Stephen L. Ratner (*pro hac vice*)

Timothy W. Mungovan (*pro hac vice*)

Michael T. Mervis

Margaret A. Dale (*pro hac vice*)

Eleven Times Square

New York, NY 10036

Tel: (212) 969-3000

Fax: (212) 969-2900

mbienenstock@proskauer.com

sratner@proskauer.com

tmungovan@proskauer.com

mmervis@proskauer.com

mdale@proskauer.com

*Attorneys for the Financial Oversight and  
Management Board for Puerto Rico, as  
representative of the Commonwealth of Puerto  
Rico*

**O'MELVENY & MYERS LLP**

By: /s/ Elizabeth L. McKeen

John J. Rapisardi (*pro hac vice*)  
7 Times Square  
New York, NY 10036  
Tel: (212) 326-2000  
Fax: (212) 326-2061  
jrapisardi@omm.com

Peter Friedman (*pro hac vice*)  
1625 Eye Street, NW  
Washington, DC 20006  
Tel: (202) 383-5300  
Fax: (202) 383-5414  
pfriedman@omm.com

Elizabeth L. McKeen (*pro hac vice*)  
Ashley M. Pavel (*pro hac vice*)  
610 Newport Center Drive, 17th Floor  
Newport Beach, CA 92660  
Tel: (949) 823-6900  
Fax: (949) 823-6994  
emckeen@omm.com  
apavel@omm.com

*Attorneys for the Puerto Rico Fiscal Agency  
and Financial Advisory Authority*

**MARINI PIETRANTONI MUÑOZ LLC**

By: /s/ Luis C. Marini-Biaggi

Luis C. Marini-Biaggi  
USDC No. 222301  
Carolina Velaz-Rivero  
USDC No. 300913  
250 Ponce de León Ave., Suite 900  
San Juan, PR 00918  
Tel: (787) 705-2171  
Fax: (787) 936-7494  
lmarini@mpmlawpr.com  
cvelaz@mpmlawpr.com

*Attorneys for the Puerto Rico Fiscal Agency and  
Financial Advisory Authority*

SO ORDERED.

Dated: June \_\_\_\_, 2020

/s/

JUDITH GAIL DEIN  
United States Magistrate Judge